

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: GERALD STORCH et al.	Examiner: _____
Serial No.: Not Yet Assigned	Group Art Unit: _____
Filed: Herewith	
For: CO-BRANDED INTERNET SERVICE PROVIDER AND RETAILER INTERNET SERVICE SITE WITH RETAILER-OFFERED INCENTIVES FOR MEMBER USE	Docket No. 10505-236866

**COMBINED DECLARATION AND
POWER OF ATTORNEY IN ORIGINAL APPLICATION**

As a below-named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name.

I believe I am an original, first and joint inventor of the subject matter which is claimed and for which a patent is sought on the invention entitled CO-BRANDED INTERNET SERVICE PROVIDER AND RETAILER INTERNET SERVICE SITE WITH RETAILER-OFFERED INCENTIVES FOR MEMBER USE, the specification of which is attached hereto.

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims. I acknowledge the duty to disclose information which is material to patentability as defined in Title 37, Code of Federal Regulations, § 1.56. I hereby claim foreign priority benefits under Title 35, United States Code, § 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Prior Foreign Application(s)

<u>Number</u>	<u>Country</u>	<u>Day/Month/Year Filed</u>	<u>Priority Claimed</u>
<u>None</u>	_____	_____	Yes ____ No ____
_____	_____	_____	Yes ____ No ____

I hereby claim the benefit under Title 35, United States Code, § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, § 112, I acknowledge the duty to disclose material information as defined in Title 37, Code of Federal Regulations, § 1.56 which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

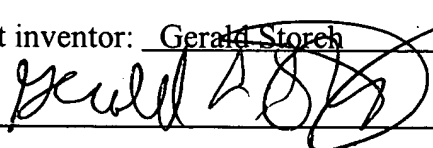
Appln. Ser. No.	Filing Date	Status: patented, pending abandoned
<u>60/206,917</u>	<u>May 25, 2000</u>	<u>Pending</u>

I hereby appoint the following attorneys and/or agents to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith: Felicia J. Boyd, Reg. No. 32,683; Paul W. Busse, Reg. No. 32,403; Lynn C. Cameron, Reg. No. 44,581; John M. Haurykiewicz, Reg. No. 29,311; Teresa A. Lavoie, Reg. No. 42,782 (patent agent only); Robert B. Leonard, Reg. No. 33,946; Walter C. Linder, Reg. No. 31,707; Karl G. Schwappach, Reg. No. 35,786; William K. Weimer, Reg. No. 38,655; Gary S. Weinstein, Reg. No. 42,217; and Peter J. Georges, Reg. No. 25,867 (counsel's Washington, D. C. associate)..

Address all correspondence to Karl G. Schwappach, FAEGRE & BENSON LLP, 2200 Wells Fargo Center, 90 South Seventh Street, Minneapolis, MN 55402-3901, telephone 612/336-3318.

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

Full name of first joint inventor: Gerald Storeh

Inventor's signature: 

5/21/01

Date

Residence: 1245 Woodhill Avenue, Wayzata, Minnesota 55391

P.O. Address: same as above

Citizenship: UNITED STATES OF AMERICA

Full name of second joint inventor: Bob Giampietro

Inventor's signature: _____

Date

Residence: 5609 Countryside Road, Edina, Minnesota 55436

P.O. Address: same as above

Citizenship: UNITED STATES OF AMERICA

M2:20388662.01
(F&B 12/6/99)

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Prior Foreign Application(s)

<u>Number</u>	<u>Country</u>	<u>Day/Month/Year Filed</u>	<u>Priority Claimed</u>
<u>None</u>	<u> </u>	<u> </u>	Yes <u> </u> No <u> </u>
<u> </u>	<u> </u>	<u> </u>	Yes <u> </u> No <u> </u>

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Full name of first joint inventor: Gerald Storch

Inventor's signature: _____

Date

Residence: 1245 Woodhill Avenue, Wayzata, Minnesota 55391

P.O. Address: same as above

Citizenship: UNITED STATES OF AMERICA

Full name of second joint inventor: Bob Giampietro

Inventor's signature: Robert Thompson 5-24-01
Date

Date _____

Residence: 5609 Countryside Road, Edina, Minnesota 55436

P.O. Address: same as above

Citizenship: UNITED STATES OF AMERICA

M2:20388662.01
(F&B 12/6/99)

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